

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

IN RE:

STREAM TV NETWORKS, INC.,

Debtor,

HAWK INVESTMENT HOLDINGS LTD.,

Movant,

v.

STREAM TV NETWORKS, INC.,

Debtor/Respondent.

CHAPTER 11

CASE NO.: 23-10763 MDC

**DECLARATION OF STEVEN L. CAPONI**

Steven L. Caponi, of full age, hereby declares pursuant to 28 U.S.C. §1746:

1. I am a partner in the law firm K&L Gates LLP, attorneys for Hawk Investment Holdings LTD. (“Hawk”) in the above captioned matter. I am authorized to make this declaration in support of Hawk’s *Emergency Motion for Relief from the Automatic Stay Pursuant to Section 362(d) of the Bankruptcy Code* (the “Motion”).

2. Annexed hereto as Exhibit A is a true copy of current docket in the action captioned *Hawk Investment Holdings Limited v. Stream TV Networks, Inc.*, C.A. No. 2022-0930-JTL (Del. Ch.) (the “225 Action”).

3. Annexed hereto as Exhibit B is a true copy of the Verified and Amended Complaint for Declaratory Relief Pursuant to 8 *Del. C.* § 225 in the 225 Action.

4. Annexed hereto as Exhibit C are excerpts of the Hawk Notes<sup>1</sup>, Security

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<sup>1</sup> All terms not herein defined shall be given the name ascribed to it in the Motion.

Agreements, and Pledge Agreements.<sup>2</sup>

5. Annexed hereto as Exhibit D is a true copy of the SLS Notes.

6. Annexed hereto as Exhibit E is a true copy of the Hawk Conversion Agreement dated April 29, 2018.

7. Annexed hereto as Exhibit F is a true copy of the SeeCubic Note Purchase Agreement, dated June 11, 2022.

8. Annexed hereto as Exhibit G is a true copy of the SeeCubic Security Agreement.

9. Annexed hereto as Exhibit H is a true copy of the Declaration of Mathu Rajan in Support of First Day Motions, filed in the Voluntary Action on March 12, 2021.

10. Annexed hereto as Exhibit I is a true copy of Stream's Motion Authorizing It To Obtain Post-Petition Financing, filed in the Voluntary Action on March 1, 2021.

11. Annexed hereto as Exhibit J is a true copy of the Transcript of Judge's Ruling Before the Honorable Karen B. Owens United States Bankruptcy Judge, dated May 17, 2021, in the Voluntary Action.

12. Annexed hereto as Exhibit K is a true copy of Joinder and Objection of the Alleged Debtor to the Emergency Motion of SeeCubic, Inc. and SLS Holdings VI, LLC for an Order Dismissing Involuntary Chapter 7 Case, filed in the "Involuntary Action on June 8, 2021.

13. Annexed hereto as Exhibit L is a true copy of the Transcript of Telephonic Oral Argument and Rulings of the Court on Plaintiff's Motion to Expedite, dated October 20, 2022, in the 225 Action.

14. Annexed hereto as Exhibit M is a true copy of the Status Quo Order issued by the Delaware Court of Chancery in the 225 Action on October 20, 2022.

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<sup>2</sup> Upon request of the Court, Hawk will submit full copies of the Hawk Notes, Security Agreements, and Pledge Agreements.

15. Annexed hereto as Exhibit N is the Stipulation and Pre-Trial Order filed in the 225 Action on March 10, 2023.

16. Annexed hereto as Exhibit O is Defendants' Opposition to Plaintiff's Motion for Leave to File Amended Complaint, filed in the 225 Action on February 6, 2023.

17. Annexed hereto as Exhibit P is the Order Denying Defendants' Motion to Modify Case Scheduling Order in the 225 Action, dated March 3, 2023.

18. Annexed hereto as Exhibit Q is a true copy of an email sent by Marc Dannenberg on March 11, 2023.

Executed under penalty of perjury this 20th day of March, 2023.

/s/ Steven L. Caponi

Steven L. Caponi (No. 91881)